

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Breg, Inc.		12/30/2003	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 S. College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Serial Number:	78197678	PAINDRAIN
Serial Number:	78197668	ARTHROTAP
Serial Number:	78188209	X2K
Registration Number:	2750593	PTO
Serial Number:	78130005	ARMTRAC
Registration Number:	2734767	BREG
Serial Number:	78063200	AIRMESH
Registration Number:	2692824	B
Registration Number:	2692823	B BREG
Registration Number:	2393538	THE TRADITION
Registration Number:	2664714	PAIN CARE
Registration Number:	2445909	POLAR CARE
Registration Number:	2051168	CLEAR CHOICE
Registration Number:	1898777	FLEX-MATE

TRADEMARK

REEL: 002804 FRAME: 0113

900005878

OP \$440.00 78197678

Registration Number:	1710735	B BREG
Registration Number:	1726657	
Registration Number:	1712650	BREG

CORRESPONDENCE DATA

Fax Number: (919)286-8199

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 919 286-8122

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 2200 West Main Street

Address Line 2: Suite 800

Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	512485.1154
NAME OF SUBMITTER:	Steven D. Thomas

Total Attachments: 4

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NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 30, 2003 (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing Lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS AND TRADEMARK APPLICATIONS

Registration/ Application No.	Trademark	Jurisdiction Registered	Registration/ Application Date	Status
78/197,678	Paindrain	United States	12/24/02	Pending – ITU
78/197,668	Arthrotap	United States	12/24/02	Pending – ITU
78/188,209	X2K	United States	10/2/00	Pending
2,750,593	PTO	United States	8/12/03	Registered
78/130,005	Armtrac	United States	5/20/02	Pending – ITU
2,734,767	Breg	United States	7/8/03	Registered
78/063,200	Airmesh	United States	5/11/00	Pending – ITU
2,692,824	B stylized letters	United States	3/4/03	Registered
2,692,823	B Breg	United States	3/4/03	Registered
2,393,538	The Tradition	United States	10/10/00	Registered
2,664,714	Pain Care	United States	12/17/02	Registered
2,445,909	Polar Care	United States	4/24/01	Registered
2,051,168	Clear Choice	United States	4/8/97	Registered
1,898,777	Flex-mate	United States	6/13/95	Registered
1,710,735	B Breg and design	United States	8/25/92	Registered
1,726,657	Design only	United States	10/20/92	Registered

Registration/ Application No.	Trademark	Jurisdiction Registered	Registration/ Application Date	Status
1,712,650	Breg	United States	9/1/92	Registered

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The undersigned Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BREG, Inc., a California corporation

By: 

Name: THOMAS HEIN

Title: ASSISTANT SECRETARY

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____

Name: _____

Title: _____

The undersigned Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BREG, Inc., a California corporation

By: _____

Name:

Title:

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____

Name: Tye Nordberg

Title: Vice President